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Katherine Stadler

*Attorneys for the Fee Committee*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS, INC. <i>et al.</i> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
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**STIPULATION BETWEEN MCKENNA LONG & ALDRIDGE LLP  
AND THE FEE COMMITTEE REGARDING THE  
NINTH INTERIM APPLICATION OF MCKENNA LONG & ALDRIDGE LLP,  
SPECIAL COUNSEL TO THE DEBTORS,  
FOR COMPENSATION AND EXPENSES  
FOR THE PERIOD JUNE 1, 2011 THROUGH SEPTEMBER 30, 2011**

**TO: THE HONORABLE JAMES M. PECK  
U.S. BANKRUPTCY JUDGE**

WHEREAS, on December 14, 2011, McKenna Long & Aldridge LLP (“McKenna Long”) filed the *Ninth Application of McKenna Long & Aldridge LLP for Allowance of Interim Compensation and Reimbursement of Expenses* (the “Ninth Fee Application”) [Docket No. 23328] seeking interim fees in the amount of \$106,759.50 for professional services rendered and reimbursement of out-of-pocket expenses in the amount of \$11,398.24;

WHEREAS, McKenna Long regularly has received from the Debtors 80 percent of the amounts invoiced to the Debtors for professional services rendered and 100 percent of the amounts invoiced for expenses;

WHEREAS, pursuant to the *Order Appointing Fee Committee and Approving Fee Protocol* [Docket No. 3651], and consistent with the procedures set forth in the *Amended Fee Protocol* attached as Exhibit A to *Order Amending the Fee Protocol* [Docket No. 15998], counsel for the Fee Committee in Lehman Brothers Holdings, Inc. (the “Fee Committee”) has reviewed the Ninth Application, issued a Confidential Letter Report on February 17, 2012, and entered into a dialogue with McKenna Long regarding this application; and

WHEREAS, as a result of this dialogue, McKenna Long has agreed to accept the Fee Committee’s proposed disallowance of fees in the amount of \$5,000 for professional services rendered.

#### **STIPULATION**

NOW, THEREFORE, the Fee Committee and McKenna Long hereby stipulate and agree that the Court may enter an order (to be submitted subsequently) approving McKenna Long’s request for interim compensation and reimbursement of expenses in the reduced amount of \$101,759.50 in fees and \$11,398.24 in expenses for the period from June 1, 2011 through September 30, 2011, and directing the Debtors to pay any such amounts not previously paid to McKenna Long.

[Signature page follows]

Dated: Madison, Wisconsin  
July 3, 2012

GODFREY & KAHN, S.C.

By: /s/ Katherine Stadler  
Katherine Stadler  
GODFREY & KAHN, S.C.  
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*Attorneys for Fee Committee*

Dated: New York, New York  
June 25, 2012

MCKENNA LONG & ALDRIDGE LLP

By: /s/ Christopher F. Graham  
Christopher F. Graham  
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New York NY 10169  
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E-mail: cgraham@mckennalong.com

Dated: Atlanta, Georgia  
June 25, 2012

MCKENNA LONG & ALDRIDGE LLP

By: /s/ Alison Elko Franklin  
Alison Elko Franklin  
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Dated: Madison, Wisconsin  
June \_\_, 2012

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